

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ATLAS PARTNERS, LLC, f/k/a CROWN
PARTNERS, LLC,

Plaintiff,

v.

STMICROELECTRONICS INTERNATIONAL
N.V.,

Defendant.
----- X

14 Civ. 7134 (VM) (FM)

**DECLARATION OF BENJAMIN F. BURRY IN SUPPORT OF
STMICROELECTRONICS INTERNATIONAL N.V.’S
MOTION TO DISMISS THE AMENDED COMPLAINT**

Pursuant to 28 U.S.C. § 1746, BENJAMIN F. BURRY declares:

1. I am an attorney admitted to practice before this Court and an associate of the law firm of Sidley Austin LLP, counsel for STMicroelectronics International N.V. (“ST”). I submit this declaration in support of ST’s Motion to Dismiss the Amended Complaint.

2. Pursuant to Rule II.A of Your Honor’s Individual Practices, I sent a pre-motion letter, on October 31, 2014, to counsel for Plaintiff that sets forth the pleading deficiencies in Plaintiff’s Amended Complaint upon which Defendant now moves to dismiss the Amended Complaint. Plaintiff’s counsel timely sent a response letter indicating that Plaintiff declines to amend its Amended Complaint to address the deficiencies raised in our pre-motion letter.

3. The table below describes true and correct copies of documents attached hereto as Exhibits.

Exhibit	Description	Date
A	Master Services Agreement (the “MSA”), dated as of December 17, 2008, among Crown Partners, LLC and STMicroelectronics N.V.	Dec. 17, 2008
B	WCMS Platform Hosting and Management Outsourcing Statement of Work (“SOW”), dated July 29, 2011, among Crown Partners, LLC and STMicroelectronics N.V.	July 29, 2011
C	Amendment 1 To Statement of Work of August 24, 2011 (the “ <u>Amendment</u> ”), dated as of December 5, 2011, among Crown Partners, LLC and STMicroelectronics International N.V.	Dec. 5, 2011
D	The nine (9) invoices that Crown Partners, LLC issued to ST pursuant to Section 2 of the Amendment that were paid by ST.	From Nov. 2011 to Jan. 2014
E	Letter from Carmelo Papa, Executive V.P. of ST to Richard Hearn, CEO of Crown Partners, LLC re: WCMS Platform Hosting and Management Outsourcing Statement of Work of August 31, 2011 (the “Cancellation Letter”), dated Feb. 24, 2014.	Feb. 24, 2014
F	E-mail from John Hadley, CFO of Crown Partners, LLC to Armando Micheletti and Imma Catuogno of ST, dated May 20, 2014, sending invoice “for the final period of service Q2 2014,” with attached invoice dated June 1, 2014 for “Final Payment.”	May 20, 2014

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct. Executed on November 20, 2014 in New York, New York.

/s/ Benjamin F. Burry
Benjamin F. Burry